

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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|---|---|-------------------------|
| In re:  | ) | Chapter 11              |
|   | ) |                         |
| WINDSTREAM HOLDINGS, INC., <i>et al.</i> , <sup>1</sup> | ) | Case No. 19-22312 (RDD) |
|   | ) |                         |
| Debtors.  | ) | (Jointly Administered)  |
|   | ) |                         |

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**ORDER (I) EXTENDING TIME TO  
FILE SCHEDULES OF ASSETS AND  
LIABILITIES, SCHEDULES OF CURRENT INCOME  
AND EXPENDITURES, SCHEDULES OF EXECUTORY  
CONTRACTS AND UNEXPIRED LEASES, STATEMENTS  
OF FINANCIAL AFFAIRS, AND RULE 2015.3 FINANCIAL REPORTS,  
AND (II) WAIVING REQUIREMENTS TO FILE LISTS OF EQUITY HOLDERS**

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Upon unopposed the motion (the “Motion”)<sup>2</sup> of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of an order (this “Order”) (a) extending their time to file their Schedules and Statements, (b) extending their time to file their 2015.3 Reports, and (c) waiving the requirement to file lists of equity security holders, all as more fully set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157(a)-(b) and 1334(b) and the *Amended Standing Order of Reference from the United States District Court for the Southern District of New York*, dated February 1, 2012; and this Court having found that venue of the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409 and that this is a core proceeding pursuant to 28 U.S.C. § 157(b) that this

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<sup>1</sup> The last four digits of Debtor Windstream Holdings, Inc.’s tax identification number are 7717. Due to the large number of debtor entities in these chapter 11 cases, for which the Debtors have requested joint administration, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and noticing agent at <http://www.kccllc.net/windstream>. The location of the Debtors’ service address for purposes of these chapter 11 cases is: 4001 North Rodney Parham Road, Little Rock, Arkansas 72212.

<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

Court may decide by a final order consistent with Article III of the United States Constitution; and this Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and that no other notice need be provided; and upon the record of the hearing held by the Court on the Motion on February 26, 2018; and this Court having determined that the legal and factual bases set forth in the Motion and at the hearing establish good and sufficient cause for the relief granted herein; now, therefore, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The time within which the Debtors must file the Schedules and Statements is extended for an additional 30 days (for a total of 44 days after the Petition Date), without prejudice to the Debtors' right to seek additional extensions.
3. The time within which the Debtors must file the 2015.3 Reports or otherwise file a motion in the Bankruptcy Court seeking a modification of such reporting requirements for cause is extended to the later of (a) 30 days after the 341 meeting and (b) 44 days from the Petition Date, in each case without prejudice to the Debtors' right to seek additional extensions.
4. The requirement under Fed. R. Bankr. P. 1007(a)(3) that the Debtors file lists of equity security holders is waived.
5. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).
6. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

7. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: White Plains, New York  
February 28, 2019

/s/Robert D. Drain

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THE HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE